

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 1359, 1435 & 1477

CERTIFICATION OF COUNSEL

I, Kimberly A. Brown, counsel to FTX Trading and its affiliated debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On April 26, 2023, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion of Debtors for Entry of an Order Authorizing Implementation of a Key Employee Incentive Plan* [D.I. 1359] (the “Motion”)².

2. On May 4, 2023, the Debtors filed the *Notice of Revised Proposed Order* [D.I. 1435], attaching as Exhibit A thereto a revised proposed form of order (the “Proposed Order”).

3. On May 11, 2023, the Office of the United States Trustee (the “U.S. Trustee”) filed the *United States Trustee’s Objection to Motion of Debtors for Entry of an Order Authorizing Implementation of a Key Employee Incentive Plan* [D.I. 1477] (the “Objection”).

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification numbers are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² Capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Motion.

4. To resolve the Objection, the Debtors have further revised the Proposed Order (the “Revised Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order compared against the Proposed Order is attached hereto as **Exhibit B**.

5. The Revised Order has been circulated to the U.S. Trustee and the Official Committee of Unsecured Creditors appointed in these chapter 11 cases (the “Committee”). The U.S. Trustee and the Committee have no objection to the entry of the Revised Order. In accordance with the Court’s electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

6. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: June 2, 2023
Wilmington, Delaware

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/s/ Kimberly A. Brown

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